

BEFORE THE INTERSTATE
COMMERCE COMMISSION

RECORDATION NO. 18912-B FILED 1425

JUL 1 8 1994 -2 30 PM

FINANCING STATEMENT AGREEMENT

INTERSTATE COMMERCE COMMISSION

DEBTOR: St. Louis Car Company
c/o The Innsbrook Corporation
222 South Central, Suite 800
Clayton, MO 63105

SECURED PARTY: Edmund J. Boyce, Jr. Donald Kenneth Anderson, Jr.
c/o The Innsbrook Corp. 8011 Clayton Road
222 South Central, Ste. 800 St. Louis, MO 63117
Clayton, MO 63105

ASSIGNEE(S) OF SECURED PARTY AND ADDRESS: Mark Twain Bank
P.O. Box 66911
St. Louis, MO 63166

PROPERTY SECURED:

Alaska Coach #5443, Ex-U.P. Coach 5443, Pullman Built 1950;
Alaska Coach #5441, Ex-U.P. Coach 5441, Pullman Built 1950;
Alaska Coach #5403, Ex-U.P. Coach 5403, Pullman Built 1950;
1954 Ex-Union Pacific Dome Coach, 7004/7008, Make; American Car and
Foundry, Named Mark Twain Lake

See Note and Security Agreement with Addendum dated 5/27/94 attached hereto and *
THIS FINANCING STATEMENT AGREEMENT IS FILED WITH DEBTOR'S SIGNATURE TO
PERFECT A SECURITY INTEREST IN COLLATERAL PER ATTACHED PROMISSORY NOTE.
*incorporated herein by reference, for \$245,782.40.

DATE: May 27, 1994

DEBTOR:

SECURED PARTY:

St. Louis Car Company
BY: Edmund J. Boyce, Jr.
Chairman of the Board

Edmund J. Boyce, Jr.
Donald Kenneth Anderson, Jr.

State of Missouri

County of St. Louis

On this 27th day of May, 1994, before me personally appeared Edmund J. Boyce, Jr. and Donald Kenneth Anderson, Jr. to be known to be the persons described in and who executed the foregoing statement, and acknowledged that they executed the same as their free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid on the day and year first above written.

CHRISTINE A. HATCH
NOTARY PUBLIC-STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXPIRES
MAY 12, 1995

Christine A. Hatch
Notary Public

My term expires:

STATE OF Missouri

COUNTY OF St. Louis

On this 27th day of May, 1994, before me appeared Edmund J. Boyce, Jr. to me personally known, who, being by me duly sworn, did say that he is the Chairman of St. Louis Car Company, a corporation of the State of Missouri, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation or that said corporation has no corporate seal, and that said instrument was signed and sealed on behalf of said corporation by authority of its board of directors, and said person acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid on the day and year first above written.

CHRISTINE A. HATCH
NOTARY PUBLIC-STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXPIRES
MAY 12, 1995

Christine A. Hatch
Notary Public

My term expires: